

SCHEDULE 5

PETITION DATE NET INTERCOMPANY PAYABLES

- 5-A DIVIDEND AND CAPITAL CONTRIBUTION ACTIVITY
- 5-B PETITION DATE NET INTERCOMPANY PAYABLES EVIDENCED BY PROMISSORY
NOTES
- 5-C PETITION DATE NET INTERCOMPANY PAYABLES

Schedule 5-A

**Dividends of MAG to MAI and Capital Contributions
of MAI to MAG for years ended 2001 and 2002, and six months ended 6/30/2003**

	<u>Year Ended 2001</u>		<u>Year Ended 2002</u>		<u>Six Months Ended 6/30/2003</u>	
	<u>Dividends</u>	<u>Capital Contributions</u>	<u>Dividends</u>	<u>Capital Contributions</u>	<u>Dividends</u>	<u>Capital Contributions</u>
First Quarter	\$ 21,000,000	\$ 5,000,000	\$134,000,000	\$584,000,000	\$150,000,000	\$ 50,000,000
Second Quarter	\$200,000,000	\$17,000,000	\$453,000,000	\$ 65,000,000	-0-	\$(48,000,000) ¹
Third Quarter	-0-	-0-	\$210,000,000	\$ 64,000,000	N/A	N/A
Fourth Quarter	-0-	\$16,000,000	-0-	\$171,000,000	N/A	N/A
TOTALS	<u>\$221,000,000</u>	<u>\$38,000,000</u>	<u>\$797,000,000</u>	<u>\$884,000,000</u>	<u>\$150,000,000</u>	<u>\$ 2,000,000</u>

¹ Net reduction resulting from reversal of prior capital contributions resulting from termination of agreement pursuant to which contributions were made.

Schedule 5-B

**Petition Date Net Intercompany Payables
Evidenced By Promissory Notes**

<u>Creditor</u>	<u>Debtor</u>	<u>Balance at Petition Date</u>
Mirant Canada Energy Mkt. Inv., Inc.	Mirant Americas Energy Mkt. Inv., Inc.	16,000,000
Mirant Canada Energy Mkt. Inv., Inc.	Mirant Canada Energy Marketing, LP	34,916,856
Mirant Canada Energy Mkt. Inv., Inc.	Mirant Canada Energy Mkt., LP (CAD\$)	4,646,000
Mirant Americas, Inc.	Wrightsville Development & Funding, L.L.C.	180,000,000
Mirant New England, LLC	Mirant Americas, Inc.	255,360,574
Mirant California Investments, Inc.	Mirant Americas Generation, LLC	6,216,806
Mirant Americas Energy Capital, LP	Mirant Americas Energy Mkt. Inv., Inc.	6,253,253
Mirant Americas Energy Capital, LP	Mirant Americas Development, Inc.	95,942
Hudson Valley Gas Corp.	Mirant Americas Generation, LLC	653,588
Mirant Americas Generation, LLC	Mirant Bowline, LLC	18,598,213
Mirant Americas Generation, LLC	Mirant California, LLC	35,463,452
Mirant Canal, LLC	Mirant Americas Generation, LLC	19,725,647
Mirant Delta, LLC	Mirant Americas Generation, LLC	52,297,019
Mirant Americas Generation, LLC	Mirant Kendall, LLC	8,757,271
Mirant Lovett, LLC	Mirant Americas Generation, LLC	31,240,572
Mirant New England, Inc.	Mirant Americas Generation, LLC	4,509,274
Mirant Americas Generation, LLC	Mirant New York, Inc.	799,513
Mirant Americas Generation, LLC	Mirant NY-Gen, LLC	3,665,839
Mirant Potrero, LLC	Mirant Americas Generation, LLC	23,015,124
Mirant Texas, LP	Mirant Americas Generation, LLC	15,098,672
Mirant Americas Development, Inc.	Mirant Corporation	155,601
Mirant Americas Procurement, Inc.	Mirant Corporation	98,734,806
Mirant Americas, Inc.	Mirant Corporation	208,680,369
Mirant Corporation	Mirant Las Vegas, LLC	97,386
Mirant Portage County, LLC	Mirant Corporation	67,700
Mirant Wichita Falls, LP	Mirant Corporation	2,501,371
Mirant Wyandotte, LLC	Mirant Corporation	42,236
Mirant Zeeland, LLC	Mirant Corporation	18,256,313
Shady Hills Power Company, L.L.C.	Mirant Corporation	8,058,479
Mirant Corporation	Sugar Creek Energy, LLC	6,475,015
Mirant Corporation	Mirant Americas Energy Marketing, LP	173,000,000
Mirant Mid-Atlantic, LLC	Mirant Potomac River, LLC	152,165,000
Mirant Mid-Atlantic, LLC	Mirant Peaker, LLC	71,110,000
Mirant Americas Energy Mkt. Inv., Inc.	Mirant Americas, Inc.	39,000,000

Schedule 5-C

**Prepetition Date Net Intercompany Payables
Reflected on the Debtors' Books and Records as of September 30, 2004**

<u>Entity Name</u>	<u>Counterparty</u>	<u>Payable</u>	<u>Receivable</u>	<u>Net Payable</u>
Hudson Valley Gas Corporation	Mirant Bowline, LLC	\$ 16,134,938	\$ 23,503	\$ 16,111,436
Mint Farm Generation, LLC	Mirant California, LLC	\$ 330		\$ 330
Mint Farm Generation, LLC	Mirant Services, LLC	\$ 1,629,527	\$ 144	\$ 1,629,383
Mirant Americas Development Capital, LLC	Mirant Corporation	\$ 3,587,008		\$ 3,587,008
Mirant Americas Development, Inc.	Mirant Americas Development Capital, LLC	\$ 1,000		\$ 1,000
Mirant Americas Development, Inc.	Mirant Americas Energy Capital, LP	\$ 96,116		\$ 96,116
Mirant Americas Development, Inc.	Mirant Americas Energy Marketing Investments, Inc.	\$ 30		\$ 30
Mirant Americas Development, Inc.	Mirant Americas Energy Marketing, LP	\$ 89	\$ (91,736)	\$ 91,825
Mirant Americas Development, Inc.	Mirant Services, LLC	\$ 9,551,295		\$ 9,551,295
Mirant Americas Energy Marketing Investments, Inc.	Mirant Americas Energy Capital, LP	\$ 6,330,744		\$ 6,330,744
Mirant Americas Energy Marketing Investments, Inc.	Mirant Americas Energy Marketing, LP	\$ 353,942	\$ 99,171	\$ 254,771
Mirant Americas Energy Marketing Investments, Inc.	Mirant Canada Energy Marketing Investments, Inc.	\$ 16,239,285		\$ 16,239,285
Mirant Americas Energy Marketing Investments, Inc.	Mirant Services, LLC	\$ 164,415	\$ 85,928	\$ 78,487
Mirant Americas Energy Marketing, LP ..	Mirant Americas Energy Capital, LP	\$ 162		\$ 162
Mirant Americas Energy Marketing, LP ..	Mirant Canada Energy Marketing, Ltd.	\$157,189,528	\$ (1,481,876)	\$158,671,404
Mirant Americas Energy Marketing, LP ..	Mirant Canal, LLC	\$ 53,545,417	\$41,347,669	\$ 12,197,747
Mirant Americas Energy Marketing, LP ..	Mirant Corporation	\$489,643,070		\$489,643,070
Mirant Americas Energy Marketing, LP ..	Mirant Delta, LLC	\$304,616,436	\$11,914,060	\$292,702,376
Mirant Americas Energy Marketing, LP ..	Mirant Kendall, LLC	\$ 10,289,372	\$ 7,390,529	\$ 2,898,843
Mirant Americas Energy Marketing, LP ..	Mirant New York, Inc.	\$ 593,860		\$ 593,860
Mirant Americas Energy Marketing, LP ..	Mirant Services, LLC	\$ 2,822,220	\$ 373,771	\$ 2,448,448
Mirant Americas Energy Marketing, LP ..	Mirant Texas, LP	\$ 1,595,795	\$ 777,624	\$ 818,172
Mirant Americas Energy Marketing, LP ..	Mirant Zeeland, LLC	\$ 1,609,283	\$ 800,414	\$ 808,869
Mirant Americas Energy Marketing, LP ..	Wrightsville Power Facility, L.L.C.	\$ 171,438	\$ 81,168	\$ 90,270
Mirant Americas Gas Marketing I, LLC ..	Mirant Americas Energy Marketing, LP	\$ 186,361	\$ 146,111	\$ 40,250
Mirant Americas Gas Marketing I, LLC ..	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing II, LLC	Mirant Americas Energy Marketing, LP	\$ 182,190	\$ 146,256	\$ 35,934
Mirant Americas Gas Marketing II, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing III, LLC	Mirant Americas Energy Marketing, LP	\$ 182,098	\$ 146,701	\$ 35,397
Mirant Americas Gas Marketing III, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing IV, LLC	Mirant Americas Energy Marketing, LP	\$ 181,667	\$ 146,702	\$ 34,965
Mirant Americas Gas Marketing IV, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing IX, LLC	Mirant Americas Energy Marketing, LP	\$ 157,328	\$ 123,421	\$ 33,907
Mirant Americas Gas Marketing IX, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing V, LLC	Mirant Americas Energy Marketing, LP	\$ 157,569	\$ 123,033	\$ 34,536
Mirant Americas Gas Marketing V, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing VI, LLC	Mirant Americas Energy Marketing, LP	\$ 157,438	\$ 123,034	\$ 34,404
Mirant Americas Gas Marketing VI, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing VII, LLC	Mirant Americas Energy Marketing, LP	\$ 157,572	\$ 123,421	\$ 34,151
Mirant Americas Gas Marketing VII, LLC	Mirant Services, LLC	\$ 300		\$ 300

<u>Entity Name</u>	<u>Counterparty</u>	<u>Payable</u>	<u>Receivable</u>	<u>Net Payable</u>
Mirant Americas Gas Marketing VIII, LLC	Mirant Americas Energy Marketing, LP	\$ 157,405	\$ 123,421	\$ 33,984
Mirant Americas Gas Marketing VIII, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing X, LLC	Mirant Americas Energy Marketing, LP	\$ 157,327	\$ 123,421	\$ 33,907
Mirant Americas Gas Marketing X, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing XI, LLC	Mirant Americas Energy Marketing, LP	\$ 157,331	\$ 123,429	\$ 33,902
Mirant Americas Gas Marketing XI, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing XII, LLC	Mirant Americas Energy Marketing, LP	\$ 157,387	\$ 123,421	\$ 33,967
Mirant Americas Gas Marketing XII, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing XIII, LLC	Mirant Americas Energy Marketing, LP	\$ 157,194	\$ 123,421	\$ 33,773
Mirant Americas Gas Marketing XIII, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing XIV, LLC	Mirant Americas Energy Marketing, LP	\$ 157,190	\$ 123,421	\$ 33,769
Mirant Americas Gas Marketing XIV, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Gas Marketing XV, LLC	Mirant Americas Energy Marketing, LP	\$ 157,299	\$ 123,421	\$ 33,879
Mirant Americas Gas Marketing XV, LLC	Mirant Services, LLC	\$ 300		\$ 300
Mirant Americas Generation, LLC	Hudson Valley Gas Corporation	\$ 654,651	\$ 365	\$ 654,286
Mirant Americas Generation, LLC	Mirant California Investments, Inc.	\$ 6,300,595		\$ 6,300,595
Mirant Americas Generation, LLC	Mirant Canal, LLC	\$ 20,784,980	\$ 5,420	\$ 20,779,560
Mirant Americas Generation, LLC	Mirant Delta, LLC	\$ 52,404,798	\$ 13,245	\$ 52,391,553
Mirant Americas Generation, LLC	Mirant Lovett, LLC	\$ 31,286,128	\$ 9,280	\$ 31,276,848
Mirant Americas Generation, LLC	Mirant New England, Inc.	\$ 4,553,813	\$ 30,346	\$ 4,523,467
Mirant Americas Generation, LLC	Mirant Potrero, LLC	\$ 23,115,880	\$ 3,152	\$ 23,112,728
Mirant Americas Generation, LLC	Mirant Services, LLC	\$ 4,228,542	\$ 402,790	\$ 3,825,752
Mirant Americas Generation, LLC	Mirant Texas, LP	\$ 15,131,202	\$ 1,032	\$ 15,130,170
Mirant Americas Procurement, Inc.	Mirant Americas Development Capital, LLC	\$ 70,880,584	\$ 170,857	\$ 70,709,727
Mirant Americas Procurement, Inc.	Mirant Danville, LLC	\$ 19,084,755		\$ 19,084,755
Mirant Americas Procurement, Inc.	Mirant Portage County, LLC	\$ 71,206,634	\$ 2,000,000	\$ 69,206,634
Mirant Americas Production Company ...	Mirant Services, LLC	\$ 1,392		\$ 1,392
Mirant Americas Retail Energy Marketing, LP	Mirant Americas Energy Marketing, LP	\$ 2,718,564	\$ 6,295	\$ 2,712,268
Mirant Americas Retail Energy Marketing, LP	Mirant Services, LLC	\$ 1,894		\$ 1,894
Mirant Americas, Inc.	Mirant Americas Development Capital, LLC	\$146,694,728		\$146,694,728
Mirant Americas, Inc.	Mirant Americas Energy Marketing Investments, Inc.	\$ 39,000,000		\$ 39,000,000
Mirant Americas, Inc.	Mirant Americas Energy Marketing, LP	\$878,781,286	\$32,366,535	\$846,414,752
Mirant Americas, Inc.	Mirant Americas Procurement, Inc.	\$ 75,354,312	\$ 4,548,315	\$ 70,805,997
Mirant Americas, Inc.	Mirant Danville, LLC	\$ 1,000		\$ 1,000
Mirant Americas, Inc.	Mirant Dickerson Development, LLC	\$ 1,000		\$ 1,000
Mirant Americas, Inc.	Mirant Nevada Wellcom, LLC	\$ 1,000		\$ 1,000
Mirant Americas, Inc.	Mirant New England, Inc.	\$259,767,603	\$ 213,585	\$259,554,018
Mirant Americas, Inc.	Mirant Portage County, LLC	\$ 5,298,237		\$ 5,298,237
Mirant Americas, Inc.	Mirant Services, LLC	\$ 13,631,072		\$ 13,631,072
Mirant Bowline, LLC	Mirant Americas Energy Marketing, LP	\$ 8,386,537	\$ 3,701,399	\$ 4,685,138
Mirant Bowline, LLC	Mirant Americas Generation, LLC	\$ 19,716,446	\$ 3,882	\$ 19,712,564
Mirant Bowline, LLC	Mirant Mid-Atlantic, LLC	\$ 41,420		\$ 41,420

<u>Entity Name</u>	<u>Counterparty</u>	<u>Payable</u>	<u>Receivable</u>	<u>Net Payable</u>
Mirant Bowline, LLC	Mirant New York, Inc.	\$ 61,773		\$ 61,773
Mirant Bowline, LLC	Mirant Services, LLC	\$ 5,519,448	\$ 181,779	\$ 5,337,668
Mirant California Investments, Inc.	Mirant Delta, LLC	\$ 12,590		\$ 12,590
Mirant California Investments, Inc.	Mirant Potrero, LLC	\$ 12,590		\$ 12,590
Mirant California, LLC	Mirant Americas Energy Marketing, LP	\$ 936		\$ 936
Mirant California, LLC	Mirant Americas Generation, LLC	\$ 35,616,347	\$ 1,150	\$ 35,615,197
Mirant California, LLC	Mirant California Investments, Inc.	\$ 1,040,000	\$ 11,600	\$ 1,028,400
Mirant California, LLC	Mirant Delta, LLC	\$181,004,374	\$ 9,724,591	\$171,279,782
Mirant California, LLC	Mirant Potrero, LLC	\$ 8,649,971	\$ 106,290	\$ 8,543,682
Mirant California, LLC	Mirant Services, LLC	\$ 2,654,773		\$ 2,654,773
Mirant Canada Energy Marketing, Ltd. ...	Mirant Corporation	\$111,990,637		\$111,990,637
Mirant Canal, LLC	Mirant Kendall, LLC	\$ 106,752		\$ 106,752
Mirant Canal, LLC	Mirant Services, LLC	\$ 1,048,740	\$ 64,227	\$ 984,514
Mirant Chalk Point, LLC	Mirant MD Ash Management, LLC	\$ 289,410		\$ 289,410
Mirant Chalk Point, LLC	Mirant Piney Point, LLC	\$ 12,705,060	\$ 399,780	\$ 12,305,280
Mirant Chalk Point, LLC	Mirant Potomac River, LLC	\$ 12,167	\$ 337	\$ 11,830
Mirant Chalk Point, LLC	Mirant Services, LLC	\$ 1,681,617	\$ 26,141	\$ 1,655,475
Mirant Corporation	Mirant Americas Development, Inc.	\$ 211,703		\$ 211,703
Mirant Corporation	Mirant Americas Holdings	\$ 1,000		\$ 1,000
Mirant Corporation	Mirant Americas Procurement, Inc.	\$ 99,164,352	\$ 1,893,675	\$ 97,270,678
Mirant Corporation	Mirant Americas, Inc.	\$248,684,730	\$ 15,524	\$248,669,206
Mirant Corporation	Mirant Europe B.V.	\$ 14,610		\$ 14,610
Mirant Corporation	Mirant International Investments, Inc.	\$ 89,000,000		\$ 89,000,000
Mirant Corporation	Mirant Investments UK Limited	\$232,364,137		\$232,364,137
Mirant Corporation	Mirant Portage County, LLC	\$ 1,287,925		\$ 1,287,925
Mirant Corporation	Mirant Services, LLC	\$ 47,522,220	\$ 2,722,576	\$ 44,799,644
Mirant Corporation	Mirant Wichita Falls Management, Inc.	\$ 26		\$ 26
Mirant Corporation	Mirant Wichita Falls, LP	\$ 2,505,922	\$ 176	\$ 2,505,746
Mirant Corporation	Mirant Wyandotte, LLC	\$ 42,393	\$ 56	\$ 42,337
Mirant Corporation	Mirant Zeeland, LLC	\$ 33,117,663	\$ 995	\$ 33,116,668
Mirant Corporation	Shady Hills Power Company, L.L.C.	\$ 8,079,767	\$ 348	\$ 8,079,419
Mirant D.C. O&M, LLC	Mirant Chalk Point, LLC	\$ 4,434		\$ 4,434
Mirant D.C. O&M, LLC	Mirant MD Ash Management, LLC	\$ 28,022	\$ 22,619	\$ 5,402
Mirant D.C. O&M, LLC	Mirant Mid-Atlantic, LLC	\$ 1,960,120	\$ 787,157	\$ 1,172,963
Mirant D.C. O&M, LLC	Mirant Potomac River, LLC	\$ 9,768		\$ 9,768
Mirant D.C. O&M, LLC	Mirant Services, LLC	\$ 503,293		\$ 503,293
Mirant Danville, LLC	Mirant Services, LLC	\$ 1,344		\$ 1,344
Mirant Delta, LLC	Mirant Services, LLC	\$ 1,471,135	\$ 11,650	\$ 1,459,485
Mirant Delta, LLC	Mirant Special Procurement, Inc.	\$ 404,552		\$ 404,552
Mirant Dickerson Development, LLC ...	Mirant Services, LLC	\$ 1,447		\$ 1,447
Mirant International Investments, Inc. ...	Mirant Holdings Germany, Inc.	\$ 353,228		\$ 353,228
Mirant International Investments, Inc. ...	Mirant Investments Germany, Inc.	\$ 353,228		\$ 353,228
Mirant Kendall, LLC	Mirant Americas Generation, LLC	\$ 8,783,704	\$ 2,100	\$ 8,781,605
Mirant Kendall, LLC	Mirant Services, LLC	\$ 1,456,049	\$ 1,374	\$ 1,454,675
Mirant Las Vegas, LLC	Mirant Americas Energy Marketing, LP	\$ 7,329,966	\$ 592,240	\$ 6,737,726
Mirant Las Vegas, LLC	Mirant Americas Procurement, Inc.	\$ 17,616,864		\$ 17,616,864
Mirant Las Vegas, LLC	Mirant Corporation	\$ 46,047,930	\$ 2,334	\$ 46,045,596
Mirant Las Vegas, LLC	Mirant Delta, LLC	\$ 4,039		\$ 4,039
Mirant Las Vegas, LLC	Mirant Mid-Atlantic, LLC	\$ 7,041		\$ 7,041
Mirant Las Vegas, LLC	Mirant Services, LLC	\$ 6,457,918	\$ 1,493	\$ 6,456,425
Mirant Lovett, LLC	Mirant Americas Energy Marketing, LP	\$ 7,027,411	\$ (830,314)	\$ 7,857,725
Mirant Lovett, LLC	Mirant Bowline, LLC	\$ 29,531	\$ 10,820	\$ 18,711

<u>Entity Name</u>	<u>Counterparty</u>	<u>Payable</u>	<u>Receivable</u>	<u>Net Payable</u>
Mirant Lovett, LLC	Mirant Canada Energy Marketing, Ltd.	\$ 408		\$ 408
Mirant Lovett, LLC	Mirant Corporation	\$ 4,275,087		\$ 4,275,087
Mirant Lovett, LLC	Mirant Mid-Atlantic, LLC	\$ 249,031		\$ 249,031
Mirant Lovett, LLC	Mirant New York, Inc.	\$ 2,959	\$ 829	\$ 2,129
Mirant Lovett, LLC	Mirant NY-Gen, LLC	\$ 59,035	\$ 1,570	\$ 57,465
Mirant Lovett, LLC	Mirant Services, LLC	\$ 1,523,346	\$ 118,595	\$ 1,404,751
Mirant MD Ash Management, LLC	Mirant Mid-Atlantic, LLC	\$ 2,591,713	\$ 93,728	\$ 2,497,985
Mirant MD Ash Management, LLC	Mirant Piney Point, LLC	\$ 2		\$ 2
Mirant MD Ash Management, LLC	Mirant Services, LLC	\$ 21,323		\$ 21,323
Mirant Michigan Investments, Inc.	Mirant Services, LLC	\$ 47,454	\$ 3,416	\$ 44,038
Mirant Mid-Atlantic, LLC.....	Mirant Americas Energy Marketing, LP	\$ 10,910,502		\$ 10,910,502
Mirant Mid-Atlantic, LLC.....	Mirant Americas, Inc.	\$ 355,845	\$ 7,796	\$ 348,048
Mirant Mid-Atlantic, LLC.....	Mirant Chalk Point, LLC	\$ 67,031,584	\$ 4,192,145	\$ 62,839,439
Mirant Mid-Atlantic, LLC.....	Mirant Services, LLC	\$ 6,010,956	\$ 25,714	\$ 5,985,242
Mirant New England, Inc.	Mirant Canal, LLC	\$ 18,059	\$ 400	\$ 17,659
Mirant New England, Inc.	Mirant Kendall, LLC	\$ 37,024		\$ 37,024
Mirant New England, Inc.	Mirant Services, LLC	\$ 204,787		\$ 204,787
Mirant New York, Inc.	Mirant Americas Generation, LLC	\$ 801,453	\$ 2,936	\$ 798,517
Mirant New York, Inc.	Mirant Americas, Inc.	\$ 1,820,239		\$ 1,820,239
Mirant New York, Inc.	Mirant Services, LLC	\$ 591,485		\$ 591,485
Mirant NY-Gen, LLC	Mirant Americas Energy Marketing, LP	\$ 621,290	\$ (297,428)	\$ 918,718
Mirant NY-Gen, LLC	Mirant Americas Generation, LLC	\$ 3,684,079	\$ 343	\$ 3,683,736
Mirant NY-Gen, LLC	Mirant Bowline, LLC	\$ 92,579	\$ 86,603	\$ 5,976
Mirant NY-Gen, LLC	Mirant New York, Inc.	\$ 927		\$ 927
Mirant NY-Gen, LLC	Mirant Services, LLC	\$ 191,477	\$ 8,093	\$ 183,383
Mirant Oregon, LLC.....	Mirant Americas Energy Marketing, LP	\$ 6,492,127	\$ 788,581	\$ 5,703,546
Mirant Peaker, LLC	Mirant Chalk Point, LLC	\$ 4,394,684	\$ 33,733	\$ 4,360,952
Mirant Peaker, LLC	Mirant Mid-Atlantic, LLC	\$ 71,607,380	\$15,027,475	\$ 56,579,905
Mirant Peaker, LLC	Mirant Piney Point, LLC	\$ 150,000	\$ 19,717	\$ 130,283
Mirant Peaker, LLC	Mirant Services, LLC	\$ 79,430	\$ 842	\$ 78,589
Mirant Piney Point, LLC	Mirant Mid-Atlantic, LLC	\$ 26,460,011	\$ 12,733	\$ 26,447,278
Mirant Piney Point, LLC	Mirant Services, LLC	\$ 209,633		\$ 209,633
Mirant Portage County, LLC	Mirant Mid-Atlantic, LLC	\$ 798		\$ 798
Mirant Portage County, LLC	Mirant Zeeland, LLC	\$ 1,219,618		\$ 1,219,618
Mirant Potomac River, LLC	Mirant MD Ash Management, LLC	\$ 396,861		\$ 396,861
Mirant Potomac River, LLC	Mirant Mid-Atlantic, LLC	\$154,445,110	\$13,984,688	\$140,460,422
Mirant Potomac River, LLC	Mirant Services, LLC	\$ 2,481,416	\$ 5,709	\$ 2,475,706
Mirant Potrero, LLC.....	Mirant Americas Energy Marketing, LP	\$ 2,164,487	\$ 1,435,437	\$ 729,050
Mirant Potrero, LLC.....	Mirant Delta, LLC	\$ 275,801	\$ 201,598	\$ 74,203
Mirant Potrero, LLC.....	Mirant Mid-Atlantic, LLC	\$ 3,597		\$ 3,597
Mirant Potrero, LLC.....	Mirant Services, LLC	\$ 743,150	\$ 1,440	\$ 741,711
Mirant Services, LLC	Mirant Americas Energy Capital, LP	\$ 3,218	\$ (26,217)	\$ 29,435
Mirant Services, LLC	Mirant Americas Procurement, Inc.	\$ 192,468	\$ (1,760,326)	\$ 1,952,794
Mirant Services, LLC	Mirant Asia-Pacific Ventures, Inc.	\$ 48,316		\$ 48,316
Mirant Services, LLC	Mirant Birchwood, Inc.	\$ 457,341		\$ 457,341
Mirant Services, LLC	Mirant Canada Energy Marketing, Ltd.	\$ 27,853		\$ 27,853
Mirant Services, LLC	Mirant Caribbean Services, LLC	\$ 35,503		\$ 35,503
Mirant Services, LLC	Mirant Caribbean, Inc.	\$ 57,640		\$ 57,640
Mirant Services, LLC	Mirant International Investments, Inc.	\$ 379		\$ 379
Mirant Services, LLC	Mirant JPSCO Development Services, LLC	\$ 34,734		\$ 34,734
Mirant Services, LLC	Mirant JPSCO, SRL	\$ 53,001		\$ 53,001

<u>Entity Name</u>	<u>Counterparty</u>	<u>Payable</u>	<u>Receivable</u>	<u>Net Payable</u>
Mirant Services, LLC	Mirant Portage County, LLC	\$ 390,251	\$ 8,220	\$ 382,032
Mirant Special Procurement, Inc.	Mirant California, LLC	\$ 69,174,628		\$ 69,174,628
Mirant Sugar Creek Ventures, Inc.	Mirant Corporation	\$ 100		\$ 100
Mirant Sugar Creek Ventures, Inc.	Mirant Sugar Creek, LLC	\$ 26,622		\$ 26,622
Mirant Sugar Creek, LLC	Mirant Americas Energy Marketing, LP	\$ 24,052,357	\$21,567,782	\$ 2,484,576
Mirant Sugar Creek, LLC	Mirant Corporation	\$ 6,435,308	\$ 134	\$ 6,435,174
Mirant Sugar Creek, LLC	Mirant Delta, LLC	\$ 3,250		\$ 3,250
Mirant Sugar Creek, LLC	Mirant Services, LLC	\$ 14,358,316	\$ 16,539	\$ 14,341,777
Mirant Sugar Creek, LLC	Mirant Sugar Creek Holdings, Inc.	\$ 26,622		\$ 26,622
Mirant Texas Investments, Inc.	Mirant Texas, LP	\$ 17,686		\$ 17,686
Mirant Texas, LP	Mirant Americas, Inc.	\$ 285,505		\$ 285,505
Mirant Texas, LP	Mirant Services, LLC	\$ 2,768,305	\$ 6,635	\$ 2,761,669
Mirant Wichita Falls Investments, Inc. ...	Mirant Wichita Falls, LP	\$ 7,593		\$ 7,593
Mirant Wichita Falls, LP	Mirant Americas Energy Marketing, LP	\$ 77,942		\$ 77,942
Mirant Wichita Falls, LP	Mirant Services, LLC	\$ 235,157	\$ 854	\$ 234,303
Mirant Wrightsville Investments, Inc.	Mirant Wrightsville Management, Inc.	\$ 0		\$ 0
Mirant Wrightsville Investments, Inc.	Wrightsville Power Facility, L.L.C.	\$ 3,148,586	\$ 1,685,581	\$ 1,463,005
Mirant Wyandotte, LLC	Mirant Americas Energy Marketing, LP	\$ 10,000		\$ 10,000
Mirant Wyandotte, LLC	Mirant Services, LLC	\$ 515,262	\$ 115	\$ 515,147
Mirant Zeeland, LLC	Mirant Services, LLC	\$ 6,711,123	\$ 7,757	\$ 6,703,367
Shady Hills Power Company, LLC	Mirant Services, LLC	\$ 4,078,481	\$ 866	\$ 4,077,615
West Georgia Generating Company, L.L.C.	Mirant Americas Energy Marketing, LP	\$ 861,599		\$ 861,599
West Georgia Generating Company, L.L.C.	Mirant Corporation	\$ 29,175,450		\$ 29,175,450
West Georgia Generating Company, L.L.C.	Mirant Mid-Atlantic, LLC	\$ 3,150		\$ 3,150
West Georgia Generating Company, L.L.C.	Mirant Services, LLC	\$ 4,818,705	\$ 50,054	\$ 4,768,652
Wrightsville Development and Funding, L.L.C.	Mirant Americas, Inc.	\$193,538,984		\$193,538,984
Wrightsville Development and Funding, L.L.C.	Wrightsville Power Facility, L.L.C.	\$ 3,657,946	\$ 1,857,946	\$ 1,800,000
Wrightsville Power Facility, L.L.C.	Mirant Americas Development, Inc.	\$ 291,557		\$ 291,557
Wrightsville Power Facility, L.L.C.	Mirant Services, LLC	\$ 4,504,173	\$ 1,121	\$ 4,503,052
Wrightsville Power Facility, L.L.C.	Mirant Wrightsville Management, Inc.	\$ 33,184	\$ 16,293	\$ 16,891

SCHEDULE 6
TIER IV CLAIM OBJECTIONS

Tier IV Claim Objections Filed as of September 20, 2005

A. California Parties' Claims

1. Attorney General of the State of California
2. California Public Utilities Commission
3. California Department of Water Resources and State of California
4. Federal Energy Regulatory Commission
5. Pacific Gas & Electric Company
6. Southern California Edison Company

B. Other California Claims

1. Bustamante, Cruz (and Putative Class Members)
2. California Attorney General (People of the State of California, ex rel. Bill Lockyer)
3. California Independent System Operator Corporation
4. California Power Exchange Corporation
5. Egger, Jerry, et al. (and Putative Class Members)
6. Oregon Department of Justice
7. Oscar's Photo Lab and Mary L. Davis (and Putative Class Members)

C. Finance and Securities-Based Claims

1. Banc of America Securities
2. Bank of America
 - a. Bank of America, N.A.
 - b. Beneficial Bondholders
3. Brown, James and Waller, Greg
4. Goldman Sachs & Co. and Morgan Stanley & Co. Incorporated
5. Lehman Commercial Paper, Inc.
6. Wachovia Bank, National Association and Wachovia Bank, N.A.
7. Wells Fargo Bank Minnesota, N.A.
8. Wisniak, Gil (individually)
9. Wisniak, Gil (on behalf of himself and others)
10. Deutsche Bank Securities Inc.
11. Bayerische Hypo Und Vereinsbank, Cayman Branch

D. Other Claims

1. Algonquin Gas Transmission Company
2. Alstom Power, Inc.
3. Burns and McDonnell
4. California Department of Toxic Substances Control
5. Californians for Renewable Energy
6. Cascade Natural Gas Corporation
7. Commodity Futures Trading Commission
8. Dick Corporation and St. Paul Company
9. Dynegy Marketing and Trade
10. Enbridge Midcoast Energy, L.P., Enbridge Pipelines (SIGCO Intrastate) LLC, Enbridge Pipelines (MIDLA), Inc.
11. Enron Corporation, Enron Asset Holdings, LLC, Edison Mission Energy and EME Del Caribe
12. Entergy Arkansas, Inc. and Entergy Services, Inc.
13. Freeman Mathis & Gary on Behalf of Pokalsky
14. Gas Transmission Northwest Corporation
15. Gunderboom, Inc.
16. Gunderboom Shareholders
17. Haverstraw-Stony Point Central School District and the County of Rockland
18. Kern River Gas Transmission Company
19. Kinder Morgan Power Company
20. Massachusetts Department of Environmental Protection
21. Metropolitan Water District of Southern California, Portland General Electric Company and Salt River Project Agricultural Imp. & P.D.
22. Modesto Irrigation District
23. NSTAR Gas Company, Cambridge Electric Light Company, Commonwealth Electric Light Company, Boston Edison Company and NSTAR Steam Corporation
24. Pericen Limited Partnership
25. Perryville Energy Partners, LLC
26. Potomac Electric Power Company and PEPCO Energy Services, Inc.
27. Predator Development Company, LLC
28. San Francisco Bay Regional Water Quality Control Board
29. Southern California Water Company

- 30. Southern Company
 - a. Southern Company Relating to Mobile Energy Service Entities
 - b. Southern Company Relating to the Separation Agreements
 - c. Southern Company Relating to Certain Guarantees
- 31. TransCanada Pipelines Limited, TransCanada Gas Services Inc. and TransCanada Energy Ltd.
- 32. Unitil Power Corp. and Unitil Energy Systems, Inc.
- 33. Virginia Electric and Power Company Board

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SCHEDULE 7
POTENTIAL CAUSES OF ACTION (NO COMPLAINT FILED)

<u>Potential Defendant</u>	<u>Nature of Dispute</u>
Orange and Rockland Utilities, Inc.	Environmental costs and liabilities related to Lovett Generating Station and Ash Management facility.
Orange and Rockland Utilities, Inc.	Environmental costs and liabilities regarding a pipeline leak at Hillburn Gas Turbine Gen. Station and alleged environmental violations at the Ash Management Facility.
El Paso Merchant Energy Holding Company	Indemnification claim.
	Indemnification claim.
Commonwealth Energy and/or Cambridge Electric Light	Quiet title to Kendall property.
Cambridge Electric Light Company	Claim for nonpayment of amounts due under a substation agreement.
NSTAR (Cambridge Electric)	Withholding of at least \$400,000 from amounts owed under a substation agreement.
Kinder Morgan Power Company	Breach of contract and avoidance of setoff claim with respect to transmission credit letter reconciliation.
Consumers Energy	Claim for improperly collected sales and/or use taxes relating to Zeeland generating facility.
Florida Progress Corp.	Claim under an interconnection agreement for construction.
Stone and Webster	Claim for \$4.3 overpayment.
General Electric	Title dispute over a generator in GE's control.
Florida Gas Transmission Company	Indemnification claim.
General Electric	Breach of contract.
IHI	Water damage to insulation at Bowline facility.
Vogt Power International	Warranty repairs at a generating facility.
Stone and Webster	Warranty work to attach to Apex claim.
	Overpayment of approximately \$3-5 million.
Arkansas Department of Revenue	IRS adjustment to taxable income.
City of Alexandria, Virginia	Tax assessment appeal.
City of Wyandotte	Appeal of 2005 Property Tax Assessment related to suspended construction site.
City and County of San Francisco	Potrero plan property tax appeal for 1998-2002.
Arkansas Dept. of Revenue	IRS adjustment to taxable income (2000).
Louisiana Dept. of Revenue	IRS adjustment to taxable income (2000).
Kansas Dept. of Revenue	KPMG audit adjustments (2000).
California Franchise Tax Board	KPMG audit adjustments, IRS audit adjustments, BIZ adjustments, voluntary adjustments.
Texas Comptroller's Office	KPMG audit adjustments (2001).
Arizona Dept. of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).
Georgia Dept of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).
Illinois Dept. of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).
Iowa Dept. of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).

<u>Potential Defendant</u>	<u>Nature of Dispute</u>
Louisiana Dept. of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).
Massachusetts Dept. of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).
Ohio Dept. of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).
Oklahoma Dept. of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).
Pennsylvania Dept. of Revenue	KPMG audit adjustments and net of voluntary income adjustments (2001).
Bruce Cameron	Breach of contract for failing to repay amounts when due under an Educational Assistance Agreement.
Couch White LLP and Albert and Albert	Professional malpractice claim for firms' failure to file documents required under New York property tax law and to perfect appeal of adverse tax decisions.
Bank of America	Unpaid amounts due to terminated ISDA master agreement.
Bank of Montreal	Unpaid amounts due to terminated ISDA master agreement.
Cincinnati Gas and Electric	Costs incurred in connection with master power purchase and sale agreement.
CINergy Marketing and Trading, LLC	Amount due under a GISB contract.
CSX Transportation	Amounts under transportation agreement.
Entergy-Koch Trading, LP	Amounts owed under master netting, setoff and security agreement.
Hydrocarbon Capital, LLC	Amounts owed under terminated trading contract.
Los Angeles Dept. of Water and Power	Breach of contract/amounts unpaid.
Millennium Gas marketing	Amounts unpaid under terminated GISB contract.
Western Gas Resources, Inc.	Amounts due under terminated GISB contract.
NYISO	Amounts pursuant to Tariff and various agreements and \$3.55 million withheld in violation of automatic stay.
Banker Energy Corp.	Failure to deliver contract quantities under coal transaction confirmations dated February 28, 2003.
Arch Coal Sales Company, Inc.	Failure to deliver contracted quantities under coal transaction confirmations dated February 16, 2003.
Consol Energy, Consol Pennsylvania coal, Eighty Four Mining Company	Failure to deliver contracted quantities under coal transaction confirmations dated September 16, 2003 and January 21, 2004.
Logan and Kanawha Coal, Co.	Failure to deliver contracted quantities under coal transaction confirmations dated April 28, 2004.
CSX Transportation, Inc.	Unpaid balance due under a railroad transportation contracted date October 2, 2003.
American Electric Power Service Corp.	Failure to return proceeds from LOC due under transmission agreement.
Bonneville Power Administration	Failure to return cash collateral under agreement to allow for future purchases.
Independent Electricity Supply Operator	Failure to return cash collateral.

SCHEDULE 8
DESIGNATED AVOIDANCE ACTIONS

Action	Status
Southern Company Causes of Action	Filed; not stayed
Causes of Action against Troutman Sanders, LLP	Tolled through January 13, 2006
Castex Fraudulent Transfer Action	Stayed until the later of: (1) 180 days after August 2, 2005 or (2) the Effective Date of the Plan ("Tolling Period")
MADCI Fraudulent Transfer Action	Stayed through Tolling Period
CSFB Fraudulent Transfer Action	Stayed through Tolling Period
Commerzbank Fraudulent Transfer Action	Stayed through Tolling Period
Causes of Action against Morgan Stanley & Co., Incorporated and Goldman Sachs & Co.	Tolled through January 13, 2006
Causes of Action against Lehman and Bank of America	Tolled through October 31, 2005
Causes of Action against Arthur Andersen	Tolled

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SCHEDULE 9

TOLLING AGREEMENTS WITH NON-DEBTOR, WHOLLY OWNED ENTITIES

Tolling agreements have been entered into with the following entities:

Curacao Utilities Operating Company N.V.
Laito Company Limited
MAP Balagarh (BVI) Limited
MAP Financial Services Limited
MAP Guangdong (BVI) Limited
MAP Hirma (BVI) Limited
MAP International Finance Corporation
MAP Mobile Power Systems (BVI) Corporation
MAP Navotas I Limited
MAP Nominee Services Limited
MAP Pagbilao Limited
MAP Pangasinan Limited
MAP Project Management and Engineering (BVI) Limited
MAP Thailand (BVI) Limited
Mirant (Bermuda) Ltd.
Mirant (British Virgin Islands) I Investments, Ltd.
Mirant (British Virgin Islands) II Investments, Ltd.
Mirant (Navotas II) Corporation
Mirant (Philippines) Corporation
Mirant (Philippines) Energy Corporation
Mirant (Philippines) Operations Corporation
Mirant (Philippines) Project Holdings Corporation
Mirant (Philippines) Rural Power Corporation
Mirant (Philippines) Services Corporation
Mirant Americas Holdings, Inc.
Mirant Asia-Pacific Construction (Hong Kong) Limited
Mirant Asia-Pacific Holdings, Inc.
Mirant Asia-Pacific Investments B.V.
Mirant Asia-Pacific Limited
Mirant Asia-Pacific Operations (Hong Kong) Limited
Mirant Asia-Pacific Singapore Pte Limited
Mirant Asia-Pacific Ventures, Inc
Mirant Asset Development and Procurement B.V.
Mirant Bahamas Investments Limited
Mirant Beteiligungs GmbH
Mirant Birchwood, Inc.
Mirant Caribbean Services, LLC
Mirant Caribbean, Inc.
Mirant Caribbean, Ltd.
Mirant Curacao Investments, Ltd.
Mirant Deutschland GmbH

Mirant Development UK Limited
Mirant EcoElectrica LNG Investment, Ltd.
Mirant EcoElectrica O&M, Ltd.
Mirant EcoElectrica Services, Ltd.
Mirant Energy Trading, LLC
Mirant Europe B.V.
Mirant Generation Europe, B.V.
Mirant Grand Bahama Limited
Mirant Guangdong (Shajiao C) Limited
Mirant Hirma Investments Limited
Mirant Holdings Europe UK, Inc.
Mirant Holdings Germany, Inc.
Mirant Holdings Netherlands, Inc.
Mirant Hong Kong Membership, Inc.
Mirant Ilijan Investments Ltd. Partnership
Mirant International Investments, Inc.
Mirant Investments Europe B.V.
Mirant Investments Europe UK, Inc.
Mirant Investments Germany, Inc.
Mirant Investments UK Limited
Mirant JPSCO (Barbados) SRL
Mirant JPSCO Development Services, LLC
Mirant JPSCO I Investments, Limited
Mirant JPSCO II Investments, Limited
Mirant Navotas Corporation
Mirant Nevada Wellcom, LLC
Mirant Oregon, LLC
Mirant South America and Caribbean Finance, Ltd.
Mirant Sual Investments Corporation
Mirant Trinidad Investments, LLC
Mirant Trust I
Mirant Virgin Islands, LLC
Mirant West Indies Investments, Ltd.
Navotas II Holdings (BVI) Corp.
Southern Electric International — Netherlands B.V.
Stenus Limited
Sual Construction Corporation
Tranquil Star Corporation

SCHEDULE 10
TERMS OF NEW MAG HOLDCO INDENTURE

<u>Term</u>	<u>New MAG Holdco Indenture</u>
Restricted Subsidiaries/Unrestricted Subsidiaries:	<p>“Restricted Subsidiaries” shall be all subsidiaries of New MAG Holdco other than Unrestricted Subsidiaries.</p> <p>“Unrestricted Subsidiaries” shall include any subsidiary of New MAG Holdco that is designated by the board of directors of New MAG Holdco as an Unrestricted Subsidiary, but only to the extent that such subsidiary: (i) has no assets other than assets acquired after, or immaterial or unproductive assets owned prior to, the issuance of New MAG Holdco Notes; (ii) has no indebtedness other than indebtedness that is non-recourse to New MAG Holdco or the Restricted Subsidiaries; (iii) is not party to any agreement or contract with New MAG Holdco or a Restricted Subsidiary unless the terms of such agreement are no less favorable to New MAG Holdco or such Restricted Subsidiary than those that might be obtained from an unaffiliated third-party, and (iv) is a person with respect to which neither New MAG Holdco nor any Restricted Subsidiary has any direct or indirect obligation to make capital contributions or to maintain such subsidiary’s financial condition.</p>
Principal Amount:	Up to \$500 million of 8.0% Senior Notes Due 2015 Up to \$[0] million of 8.25% Senior Notes Due 2017
Denominations:	\$1,000 and any integral multiple of \$1,000
Ranking:	<p>The New MAG Holdco Notes shall be senior unsecured obligations of New MAG Holdco, senior to all other obligations of New MAG Holdco other than Senior Lien Obligations and Parity Obligations. The New MAG Holdco Notes shall be junior to the Senior Lien Obligations and pari passu with the Parity Obligations.</p> <p>“Senior Lien Obligations” include: (i) the Exit Facility; (ii) obligations under interest rate hedges for Senior Lien Obligations; (iii) additional senior secured indebtedness of New MAG Holdco in an amount up to \$250 million; (iv) obligations permitted to be secured by Permitted Liens, and (v) indebtedness incurred to refinance any Senior Lien Obligation.</p> <p>“Parity Obligations” include: (i) each series of New MAG Holdco Notes; (ii) additional senior unsecured indebtedness of New MAG Holdco incurred in accordance with “Additional Indebtedness;” (iii) obligations under interest rate hedges for Parity Obligations, and (iv) indebtedness incurred to refinance any Parity Obligations.</p>
Additional Indebtedness:	New MAG Holdco shall not, and shall not permit any Restricted Subsidiary to, incur additional indebtedness for borrowed money (other than Permitted Indebtedness) unless the fixed charge coverage ratio for the most recently ended four fiscal quarters for which financial statements have been provided shall exceed x, determined on a pro forma basis as if the additional indebtedness had been issued at the beginning of such period.

Term

New MAG Holdco Indenture

“Permitted Indebtedness” shall include: (i) existing indebtedness of New MAG Holdco and the Restricted Subsidiaries; (ii) indebtedness under the Senior Lien Obligations; (iii) indebtedness under the New Senior Notes and Parity Obligations; (iv) indebtedness expressly subordinated to the New Senior Notes; (v) indebtedness of New MAG Holdco or any of its Restricted Subsidiaries incurred for the purpose of financing the acquisition, design, development, installation, improvement, construction or lease of capital improvements and new assets; (vi) inter-company indebtedness among New MAG Holdco and the Restricted Subsidiaries; (vii) additional indebtedness of New MAG Holdco and its Restricted Subsidiaries in an aggregate amount not to exceed % of consolidated assets, at the time of incurrence, and (viii) indebtedness incurred to refinance Permitted Indebtedness and indebtedness incurred in compliance with the provisions described under “Additional Indebtedness.”

Security:

The New MAG Holdco Notes will be unsecured, but will include a negative pledge on all assets of New MAG Holdco and its Restricted Subsidiaries, subject to Permitted Liens.

“Permitted Liens” shall include: (i) liens granted to secure Senior Lien Obligations; (ii) liens granted to secure Parity Obligations, provided that the New MAG Holdco Notes are granted pari passu liens; (iii) liens granted in the ordinary course of business in connection with commercial operations and the trading and marketing business, including pursuant to netting arrangements; (iv) liens granted in connection with power purchase agreements and other off-take arrangements, including credit enhanced power purchase agreements and off-take arrangements; (v) liens to secure indebtedness of New MAG Holdco or any of its Restricted Subsidiaries incurred for the purpose of financing the acquisition, design, development, installation, improvement, construction or lease of capital improvements and new assets, and (vi) liens granted to secure indebtedness incurred to refinance any indebtedness secured by a Permitted Lien.

Asset Sale

Subject to the terms of the Senior Lien Obligations, within eighteen months of the receipt of net proceeds from the sale of assets of New MAG Holdco or any Restricted Subsidiary, New MAG Holdco may: (i) repay Senior Lien Obligations; (ii) repay indebtedness of New MAG Holdco or any of its Restricted Subsidiaries acquired in connection with, or incurred to finance the acquisition or development/construction of, new assets, or any refinancing thereof; (iii) make an investment in a Restricted Subsidiary, and (iv) make Permitted Investments.

Subject to the terms of the Senior Lien Obligations, any net proceeds in excess of \$ million from the sale of assets of New MAG Holdco or any Restricted Subsidiary not applied in accordance with the preceding paragraph shall be used to make an offer to the holders of the New MAG Holdco Notes and the Parity Obligations to repurchase such obligations at 100% of the principal amount, plus accrued and unpaid interest.

Restricted Payments

New MAG Holdco will not make any dividends or distributions unless the fixed charge coverage ratio for the most recently ended four fiscal quarters for which financial statements have been provided shall exceed x.

<u>Term</u>	<u>New MAG Holdco Indenture</u>								
Investment Limitations	<p>New MAG Holdco and its Restricted Subsidiaries shall have an unrestricted ability to invest in Restricted Subsidiaries.</p> <p>New MAG Holdco shall not, and shall not permit its Restricted Subsidiaries to, invest in Unrestricted Subsidiaries other than Permitted Investments.</p> <p>“Permitted Investments” shall include:(i) investments to which New MAG Holdco or its Restricted Subsidiaries are contractually committed as of the date of issuance; (ii) issuances of letters of credit for the working capital and general corporate purposes of Unrestricted Subsidiaries, in an amount not to exceed \$ million; (iii) investments in cash and cash equivalents; (iv) investments made with consideration at least % of which is equity of New MAG Holdco or a Restricted Subsidiary;(v) purchases of, or repayment of, Senior Lien Obligations or Parity Obligations; (vi) negotiable instruments held for deposit or collection and receivables, in each case created or acquired in the ordinary course of business; (vii) investments received as non-cash consideration in connection with an asset sale or the compromise or resolution of a claim or litigation; (viii) investments in persons that, after giving effect to such investment, become Restricted Subsidiaries; (ix) investments in Unrestricted Subsidiaries so long as Unrestricted Subsidiaries do not own in excess of % of the consolidated assets of New MAG Holdco, and(x) investments in an aggregate amount not to exceed % of consolidated assets, at the time of such investment.</p>								
Optional Redemption:	<p>The New Senior Notes are redeemable, in whole or in part, at the option of New MAG Holdco upon notice and payment of the percentage referenced below of the principal amount of the New Senior Notes being redeemed:</p> <table> <tr> <td>On or before [Date,] 2006</td><td>104.000%</td></tr> <tr> <td>Between [Date], 2006 and [Date], 2007</td><td>102.667%</td></tr> <tr> <td>Between [Date], 2007 and [Date], 2008</td><td>101.333%</td></tr> <tr> <td>On or before [Date,] 2008 and thereafter</td><td>100.000%</td></tr> </table>	On or before [Date,] 2006	104.000%	Between [Date], 2006 and [Date], 2007	102.667%	Between [Date], 2007 and [Date], 2008	101.333%	On or before [Date,] 2008 and thereafter	100.000%
On or before [Date,] 2006	104.000%								
Between [Date], 2006 and [Date], 2007	102.667%								
Between [Date], 2007 and [Date], 2008	101.333%								
On or before [Date,] 2008 and thereafter	100.000%								
Changes in Covenants When New Senior Notes Rated Investment Grade	<p>If: (i) the rating assigned to the New MAG Holdco Notes by each of S&P and Moody’s is an investment grade rating, and (ii) no default or event of default shall exist, the covenants listed under the following captions shall be suspended as to the New MAG Holdco Notes:(a) “Asset Sales;”(b) “Restricted Payments;”(c) “Additional Indebtedness,” and (d) “Investment Limitations.”</p>								

Events of Default:	The Events of Default under the New MAG Holdco Notes shall include: (i) New MAG Holdco defaults for 30 days in the payment of interest on the New MAG Holdco Notes; (ii) New MAG Holdco defaults in the payment of principal on the New Senior Notes; (iii) New MAG Holdco fails to comply with the covenants of the New MAG Holdco Notes, and such failure continues for 60 days after written notice from the trustee/holders, if such failure could reasonably be expected to have a material adverse effect on the ability of New MAG Holdco to meet its obligations under the New MAG Holdco Notes, and (iv) cross-acceleration of \$50 million of indebtedness of New MAG Holdco.
Defeasance:	Standard terms
Book Entry, Delivery and Form	The New MAG Holdco Notes will be issued only in book-entry form

Schedule 11
Schedule of Rejected Executory Contracts
and Unexpired Leases

<u>Mirant Entity</u>	<u>Counterparty</u>	<u>Contract Name/Description</u>
1 Mirant Wisconsin Investments, Inc.	Alliant Energy Resources, Inc.	Purchase and Sale Agreement by and between Mirant Wisconsin Investments, Inc. ("Seller") and Alliant Energy Resources, Inc. ("Purchaser") dated 7/12/2002 (Neenah Facility) (DR-2)
2 Mirant Corporation	Bank One, NA (as successor by merger to Bank One, Texas, N.A.)	Amended and Restated Indemnity Agreement (Replaces In Its Entirety Original Credit Agreement executed 03/03/2000 Between Mirant Americas Energy Capital, LP, fka Southern Producer Services, L.P. and Bank One, N.A, fka, Bank One, Texas) executed 03/26/2001
3 Mirant Americas Energy Marketing, LP (MAEM)	Connecticut Municipal Electric Energy Cooperative	EEl Master Power Purchase and Sale Agreement dated 1/12/2001
4 Mirant Americas Energy Marketing, LP (MAEM)	Cook Inlet Power LP	Confirmation Letter with Exhibits A and B
5 Mirant Americas Energy Marketing, LP (MAEM)	Cook Inlet Power, LP	Preferred Customer Agreement
6 Mirant Americas Energy Marketing, LP (MAEM)	Cook Inlet Power, LP Praxair Inc	Comfort Letter Pursuant to the Preferred Customer Agreement
7 Mirant Americas Generation, LLC	Dominion State Line, Inc.	Stock Purchase Agreement by and among Mirant Americas Generation, LLC ("Seller") and Dominion State Line, Inc. ("Purchaser") for Sale of Stock of Mirant State Line Ventures, Inc., dated 2/26/2002 (M-2643)
8 Mirant Americas Generation, LLC	Dominion State Line, Inc.	Stock Purchase Agreement by and among Mirant Americas Generation, LLC as Seller and Dominion State Line, Inc. as Purchaser for the Sale of Stock of Mirant State Line Ventures, Inc.
9 Mirant Americas Energy Marketing, LP (MAEM)	Hudson Light And Power Department	Master Electric Power Purchase and Sale Agreement dated 10/28/1999
10 Mirant Americas, Inc. (MAI)	Mitsui & Co., (U.S.A.), Inc.	Agreement for the Purchase and Sale of Equipment for the Bowline New York Project dated 3/30/2001
11 Mirant Americas Energy Marketing, LP (MAEM)	Vermont Public Power Supply Authority	EEl Master Power Purchase and Sale Agreement dated 3/1/2002

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SCHEDULE 12

SCHEDULE OF ASSUMED AND ASSUMED AND ASSIGNED EXECUTORY CONTRACTS AND UNEXPIRED LEASES

<u>Mirant Entity</u>	<u>Assignee or Transferee Mirant Entity</u>	<u>Counterparty</u>	<u>Contract Name/Description</u>	<u>POR Cure Amount</u>
1 Mirant Potrero, LLC		21st Century Energy Holdings, LLC John H. Bucy II ESA Holdings, Inc. Sifel, Nicolas and Company Incorporated 3E Company Accent Energy Inc.	Confidentiality Agreement dated 1/27/2003	\$ 0.00
2 Mirant Corporation				
3 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Services, LLC Mirant Energy Trading, LLC (MET)		Master Consulting Agreement Master Aggregator Sale/Purchase Agreement, as amended dated 4/8/2002	\$ 0.00
4 Mirant Corporation and Subsidiaries	New Mirant	ACE American Insurance Company	Foreign General Liability Insurance Policy No. CX069104 for Coverage Period 11/30/2001- 11/30/2005	\$ 0.00
5 Mirant Corporation and Subsidiaries	New Mirant	ACE American Insurance Company (formerly, CIGNA) c/o McGriff, Seibels & Williams, Inc.	General Liability & DIC Auto Liability (Foreign Trip Travel) Insurance Policy No. CX069104 for Coverage Period 4/2/2001-4/2/2002	\$ 0.00
6 Mirant Corporation and Subsidiaries	New Mirant	ACE American Insurance Company (formerly, CIGNA) c/o McGriff, Seibels & Williams, Inc.	General Liability & DIC Auto Liability (Foreign Trip Travel) Insurance Policy No. CX069104 for Coverage Period 4/2/2002-4/2/2003	\$ 0.00
7 Mirant Corporation and Subsidiaries	New Mirant	ACE American Insurance Company (formerly, CIGNA) c/o McGriff, Seibels & Williams, Inc.	General Liability and DIC Automobile Liability (Foreign Trip Travel) Binder for Coverage Period 4/2/2006-4/2/2006	\$ 0.00
8 Mirant Corporation	New Mirant	ACE American Insurance Company (formerly, CIGNA) c/o McGriff, Seibels & Williams, Inc.	India EMCAT Project Insurance (Defense Base Act and MEDEVAC Coverage) Policy Nos. CX0 41517 and 3860517-C-00-3104-00 for Coverage Period 10/4/1995-10/4/1996	\$ 0.00
9 Mirant Corporation	New Mirant	ACE Bermuda Insurance Limited c/o McGriff, Seibels & Williams, Inc.	Directors & Officers Liability Insurance Policy No. MIR-9435D	\$ 0.00
10 Mirant Corporation	New Mirant	ACE Bermuda Insurance Ltd c/o McGriff, Seibels & Williams, Inc.	Commercial General Liability & Excess Liability Insurance Policy No. MIR04515	\$ 0.00
11 Mirant Services, LLC		ACL Services Ltd.	Master Software Agreement	\$ 0.00
12 Mirant Corporation		ActiveState, a division of Sophos	Master Software Agreement	\$ 0.00
13 Mirant Wichita Falls, LP	Mirant Services, LLC	Advanced Engineering Solutions	Master Agreement for Services	\$ 0.00
14 Mirant Corporation	New Mirant	Aegis Insurance Services, Inc. c/o McGriff, Seibels & Williams, Inc.	Fiduciary Liability Insurance Policy No. F1069A1A01 for Coverage Period 4/2/2001-4/2/2002	\$ 0.00
15 Mirant Corporation	New Mirant	Aegis Insurance Services, Inc. c/o McGriff, Seibels & Williams, Inc.	Fiduciary Liability Insurance Policy No. F1069A1A01 for Coverage Period 4/2/2002-4/2/2003	\$ 0.00
16 Mirant Corporation and Subsidiaries	New Mirant	Aegis, Lloyds of London, et al. c/o McGriff, Seibels & Williams, Inc.	All Risk Property Insurance Binder No. MSW0098 for Coverage Period 11/1/2001-11/1/2002	\$ 0.00
17 Mirant Corporation and Subsidiaries	New Mirant	Aegis, Lloyds of London, et al. c/o McGriff, Seibels & Williams, Inc.	All Risk Property Insurance Policy Nos. 507L0PU227, 507L0PU228, 507L0PU229, 507L0PU230, 507L0PU231, 507L0PU232, 507L0PU233, 507L0PU234 for Coverage Period 11/1/2000- 11/1/2001	\$ 0.00
18 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	AEP Energy Services, Inc.	Cleaning Novation and Release Agreement dated 6/26/2003	\$ 0.00
19 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	AEP Energy Services, Inc.	Confidentiality Agreement dated 12/20/2002	\$ 0.00
20 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	AEP Energy Services, Inc.	Confidentiality Agreement dated 5/1/2002	\$ 0.00
21 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	AES Calgary ULC	Confidentiality Agreement dated 12/14/2001	\$ 0.00
22 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	AES Ecotek Corporation (formerly, Thermo Ecotek Corporation)	Confidentiality Agreement	\$ 0.00
23 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	AGA Gas, Inc.	Confidentiality Agreement dated 2/5/2003	\$ 0.00

Schedule 12

Schedule of Assumed and Assumed and Assigned Executory Contracts and Unexpired Leases

<u>Mirant Entity</u>	<u>Assignee or Transferee Mirant Entity</u>	<u>Counterparty</u>	<u>Contract Name/Description</u>	<u>POR Cure Amount</u>
24 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Agway Energy Services — PA, Inc.	Base Contract for Short-Term Sale/Purchase of Natural Gas dated 2/1/2001	\$ 0.00
25 Mirant Texas, LP		Air Liquide America Corporation	Bulk Product Agreement dated 2/24/2000	\$ 0.00
26 Mirant Parker, LLC (formerly, SEI-Texas, LLC) ...	Mirant Texas, LP	Air Liquide America Corporation	Cylinder and Welding Products Supply Agreement dated 4/6/2000	\$ 0.00
27 Mirant Texas, LP		Air Liquide America Corporation	Product and Equipment Rental (Carbon Dioxide) dated 3/28/2000	\$ 0.00
28 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Alabama Gas Corporation	Base Contract for Gas Purchase/Sale dated 3/1/1999	\$ 0.00
29 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Alabama Gas Corporation, as Agent for Certain End Users	Base Contract for Gas Purchase/Sale dated 8/1/2002	\$ 0.00
30 West Georgia Generating Company, L.L.C.		Alabama Power, Gulf Power, Mississippi Power, Savannah Electric, and Southern Company Services, Inc.	Generator Backup Service Agreement	\$ 0.00
31 Shady Hills Power Company, LLC		Alarm Trac	Security Service Agreement	\$ 2,644.59
32 Mirant Services, LLC		Alberici Constructors (formerly, J.S. Alberici Construction Co., Inc.)/MWH (formerly, Montgomery Watson Harza) Joint Venture	Services Agreement	\$ 0.00
33 Mirant Canal, LLC; Mirant New England, Inc.		Algonquin	Assignment Agreement dated 9/1/2002	\$ 0.00
34 Mirant Kendall, LLC		Algonquin Gas Transmission Company	Service Agreement 99056 beginning 9/30/2000	\$ 0.00
35 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Allegheny Electric Cooperative, Inc.	Scheduling Agency and Master Electric Power Sales dated 7/28/1999	\$ 0.00
36 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Alliance Coal, LLC	Confidentiality Agreement dated 12/20/2002	\$ 0.00
37 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Alliance Energy Services, LLC	Base Contract for Gas Purchase/Sale dated 8/1/2002	\$ 0.00
38 Mirant Americas, Inc. (MAI)		Altra Energy Technologies, Inc.	Confidentiality Agreement dated 12/22/1999	\$ 0.00
39 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Amerada Hess Corporation	Base Contract for Short-Term Sale/Purchase dated 11/1/2000	\$ 0.00
40 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Amerada Hess Corporation	Confidentiality Agreement dated 9/26/2002	\$ 0.00
41 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Ameren Energy Fuels and Services Company	Master Term Gas Sales Agreement dated 12/4/2001	\$ 0.00
42 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Ameren Energy Fuels and Services Company (AFS), a non-regulated subsidiary of Ameren Energy Resources Company	Confidentiality Agreement dated 12/20/2002	\$ 0.00
43 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Ameren Energy, Inc.	EEL Master Power Purchase and Sale Agreement dated 11/30/2001	\$ 0.00
44 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Ameren Energy, Inc.	Master Netting/Closedout Agreement dated 6/1/1999	\$ 0.00
45 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Ameren Services Company	Base Contract for Gas Purchase/Sale dated 9/1/2000	\$ 0.00
46 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Ameren Services Company	Master Monthly Netting/Closed-Out Netting Agreement dated 9/1/2000	\$ 0.00
47 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Ameren Services Company (CIIPS)	Transmission Service Agreement (Non-Firm) dated 1/20/1997	\$ 0.00
48 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Ameren Services Company (UE)	Form of Service Agreement for Firm Point-To-Point Transmission Service dated 8/29/1997	\$ 0.00
49 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Amerex Natural Gas I, Ltd. and Amerex Power, Ltd.	Web Checkout Agreement dated 10/6/1999	\$ 0.00
50 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	American Central Energy, L.L.C.	Base Contract for Gas Purchase/Sale dated 11/1/1997	\$ 0.00
51 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	American Electric Power Service Corporation	SO2 Allowance Purchase and Sale Agreement dated 10/20/1998	\$ 0.00
52 Mirant Corporation	Mirant Americas, Inc. (MAI)	American International Group, Inc. (AIG), a member company of American International Companies®	Pollution Legal Liability Insurance (Wyandotte Lay Down Yard) Policy No. PLS1951987	\$ 0.00

Schedule 12
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<u>Mirant Entity</u>	<u>Assignee or Transferee</u> <u>Mirant Entity</u>	<u>Counterparty</u>	<u>Contract Name/Description</u>	<u>POR Cure Amount</u>
53 Mirant Corporation	Mirant Americas, Inc. (MAI)	American International Group, Inc. (AIG), a member company of American International Companies®	Pollution Legal Liability Insurance Policy (Mirant New England)	\$ 0.00
54 Mirant Corporation	Mirant Americas, Inc. (MAI)	American International Group, Inc. (AIG), a member company of American International Companies®	Pollution Legal Liability Insurance Policy (Mirant New York)	\$ 0.00
55 Mirant Americas Development, Inc. (MADI)	Mirant Americas, Inc. (MAI)	American International Specialty Lines Insurance Company	Confidentiality Agreement (Insurance Company)	\$ 0.00
56 Mirant New England, Inc.	Mirant Americas, Inc. (MAI)	American International Specialty Lines Insurance Company c/o American International Surplus Lines Agency, Inc.	Pollution Legal Liability Insurance Policy No. PLS2675096 (Mirant New England)	\$ 0.00
57 Mirant Corporation	New Mirant	American International Specialty Lines Insurance Company c/o American International Surplus Lines Agency, Inc.	Pollution Legal Liability Insurance Policy No. PLS2678205 (Mirant New York)	\$ 0.00
58 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	American Municipal Power — Ohio, Inc.	Master Electric Power Purchase and Sale Agreement dated 11/24/1998	\$ 0.00
59 Mirant Mid-Atlantic, LLC (MIRMA)		American Nuclear Resources, Inc.	Miscellaneous Professional Services Agreement	\$ 22,969.96
60 Mirant Mid-Atlantic, LLC (MIRMA)	Mirant Americas, Inc. (MAI)	American Protection Insurance Company c/o Kemper Insurance Companies	Workers' Compensation & Employers Liability Insurance Policy No. 5BR0804087-00 for Coverage Period 2/1/2002-2/1/2003	\$ 0.00
61 Mirant Services, LLC	Mirant Americas, Inc. (MAI)	American Protection Insurance Company c/o Kemper Insurance Companies	Workers' Compensation & Employers Liability Insurance Policy Nos. 5BR003022-00, 5BR003023-00, 5BR003024-00 for Coverage Period 2/1/2001-2/1/2002	\$ 0.00
62 Mirant Services, LLC	Mirant Americas, Inc. (MAI)	American Protection Insurance Company c/o Kemper Insurance Companies	Workers' Compensation & Employers Liability Insurance Policy Nos. 5BR003022-01, 5BR003024-01 for Coverage Period 2/1/2002-2/1/2003	\$ 0.00
63 Mirant Corporation	Mirant Services, LLC	American Stock Exchange, Inc.	Agreement for Receipt of Consolidated Network B Data and AMEX Market Data dated 11/30/2001	\$ 26.37
64 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	American Transmission Systems, Inc.	Service Agreement for Firm Point-To-Point Transmission dated 7/25/2001	\$ 21,757.41
65 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	American Transmission Systems, Inc.	Service Agreement for Non-Firm Point-To-Point Transmission dated 7/25/2001	\$ 0.00
66 Mirant Americas, Inc. (MAI)		Americas Power Partners, Inc.	Confidentiality Agreement dated 10/23/2002	\$ 0.00
67 Mirant Canal, LLC		Ametek Solid State Controls Inc.	Agreement for Continuing Services	\$ 0.00
68 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	Anadarko Energy Services Company	Base Contract for Gas Purchase/Sale dated 12/11/1996	\$ 0.00
69 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	Anadarko Petroleum Corporation (formerly, Union Pacific Resources Group, Inc.)	Incoming Parent Guaranty by and between Mirant Americas Energy Marketing, LP (MAEM), UPR Energy Services, Inc. (Counterparty), and Union Pacific Resources Group, Inc. (Guarantor) in the amount of \$5,000,000 effective 9/20/1999	\$ 0.00
70 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	ANR FTS 1 Gathering Transport	\$ 0.00
71 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	ANR FTS 2 Transport to Supply the Zeeland Plant	\$ 0.00
72 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	ANR FTS 2 Transport to Supply the Zeeland Plant	\$ 0.00
73 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	ANR IBSL Service	\$ 0.00
74 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	ANR IS Service	\$ 0.00
75 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	Gas Energy Management System Agreement dated 5/20/1997	\$ 0.00
76 Mirant Americas Energy Marketing, LP (MAEM)	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	IPLS Service Agreement No. 107579 dated 3/11/2002	\$ 0.00

Schedule 12
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<u>Mirant Entity</u>	<u>Assignee or Transferee Mirant Entity</u>	<u>Counterparty</u>	<u>Contract Name/Description</u>	<u>POR</u>	<u>Cure Amount</u>
77 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	ITS (Interruptible Transportation Service) Service Agreement No. 80913 dated 3/11/1997	\$	0.00
78 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	ITS-3 (Interruptible Transportation Service) Service Agreement No. 109147 dated 4/3/2003	\$	0.00
79 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	ANR Pipeline Company	IWS Service Agreement No. 107580 dated 3/1/2002	\$	0.00
80 Mirant Corporation	Mirant Services, LLC	APOS Systems, Inc.	Master Software Agreement	\$	0.00
81 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Aquila Energy Corporation	Incoming Parent Guaranty by and between Mirant Americas Energy Marketing, LP (MAEM), USGE/Aquila, L.P. (Counterparty), and Aquila, Inc. (Guarantor) in the amount of \$2,000,000 effective 9/27/2000	\$	0.00
82 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Aquila Gas Pipeline Corporation	Incoming Parent Guaranty by and between Mirant Americas Energy Marketing, LP (MAEM), Tristar Gas Company, L.P., and Aquila Gas Pipeline Corporation (Guarantor) in the amount of \$500,000 effective 3/16/1999	\$	0.00
83 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Aquila Merchant Services, Inc.	Incoming Parent Guaranty by and between Mirant Americas Energy Marketing, LP (MAEM), Aquila Merchant Services, Inc. (Counterparty), and Aquila, Inc. (formerly Aquila Energy Corporation) (Guarantor) in the amount of \$17,000,000 effective 9/11/1997	\$	0.00
84 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Aquila, Inc	Transmission Service Agreement (Non-Firm) dated 1/6/1997	\$	0.00
85 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Arcadia Energy Corporation	Base Contract for Gas Purchase/Sale dated 2/1/2000	\$	0.00
86 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Arcadia Energy Corporation	Master Monthly Netting/Close-Out Netting Agreement dated 2/11/2000	\$	0.00
87 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Arch Coal Sales Company, Inc.	Coal Supply Contract	\$	0.00
88 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Arch Coal Sales Company, Inc.	Confidentiality Agreement dated 12/20/2002	\$	0.00
89 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Archer Daniels Midland Company	Base Contract for Gas Purchase/Sale dated 12/11/1999	\$	0.00
90 Mirant Services, LLC	Mirant Services, LLC	Arplan, Inc.	Master Software Agreement	\$	0.00
91 Mirant Corporation	Mirant Energy Trading, LLC (MET)	Argus Media, Inc.	Subscription Publication	\$	0.00
92 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Arizona Public Service Company	Service Agreement for Firm Point-to-Point Transmission Service dated 6/30/1998	\$	0.00
93 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Arkansas Electric Cooperative Corporation	Base Contract for Gas Purchase/Sale dated 11/11/1999	\$	0.00
94 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Arkansas Electric Cooperative Corporation	Master Monthly Netting/Close-Out Netting Agreement dated 11/11/1999	\$	0.00
95 Mirant Corporation	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o Dan Bailey Esq., Bailey Cavaleri, LLC	Interim Funding Agreement (Funding for Defense and Other Costs Associated with D&O Liability Litigation) for Coverage Period 2003	\$	0.00
96 Mirant Corporation and Subsidiaries	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o McGriff, Sebels & Williams, Inc.	Commercial General Liability & Excess Liability Insurance Policy No. X1069A1A01 for Coverage Period 4/2/2001-4/2/2002	\$	0.00
97 Mirant Corporation and Subsidiaries	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o McGriff, Sebels & Williams, Inc.	Commercial General Liability & Excess Liability Insurance Policy No. X1069A1A02 for Coverage Period 4/2/2002-4/2/2003	\$	0.00

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<u>Mirant Entity</u>	<u>Assignee or Transferee</u> <u>Mirant Entity</u>	<u>Counterparty</u>	<u>Contract Name/Description</u>	<u>POR Cure Amount</u>
98 Mirant Corporation	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o McGriff, Sebels & Williams, Inc.	Commercial General Liability and Excess Liability Insurance Policy No. X1069A1A03 for Coverage Period 4/2/2003-4/2/2004	\$ 0.00
99 Mirant Corporation	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o McGriff, Sebels & Williams, Inc.	Directors & Officers Liability Insurance Policy No. DOI069A1A01 for Coverage Period 4/2/2001-8/1/2002	\$ 0.00
100 Mirant Corporation	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o McGriff, Sebels & Williams, Inc.	Directors & Officers Liability Insurance Policy No. DOI069A1A01 for Coverage Period 8/1/2002-8/1/2003	\$ 0.00
101 Mirant Corporation and Subsidiaries	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o McGriff, Sebels & Williams, Inc.	Punitive Damages Liability Insurance Policy for Coverage Period 4/2/2001-4/2/2002	\$ 0.00
102 Mirant Corporation and Subsidiaries	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o McGriff, Sebels & Williams, Inc.	Punitive Damages Liability Insurance Policy No. B1069A1A02 for Coverage Period 4/2/2002-4/2/2003	\$ 0.00
103 Mirant Corporation	New Mirant	Associated Electric & Gas Insurance Services Limited (AEGIS) c/o McGriff, Sebels & Williams, Inc.	Punitive Damages Liability Policy No. B1069A1A03 for Coverage Period 4/2/2003-4/2/2004	\$ 0.00
104 Mirant Corporation	Mirant Energy Trading, LLC (MET)	Associated Electric & Gas Insurance Services Limited (AEGIS)	Directors and Officers Liability Claims Interim Funding Agreement	\$ 0.00
105 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Associated Electric Cooperative, Inc.	Service Agreement for Firm or Non-Firm Point-To-Point Transmission dated 12/4/1997	\$ 0.00
106 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Astra Oil Company, Inc.	Base Contract for Gas Purchase/Sale dated 7/1/1999	\$ 0.00
107 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Astra Oil Company, Inc.	Master Monthly Netting/Close-Out Netting Agreement dated 7/1/1999	\$ 0.00
108 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Astra Power, LLC	Incoming Parent Guaranty by and between Mirant Americas Energy Marketing, LP (MAEM), Astra Power, LLC (Counterparty), and Astra Oil Trading, n.v. (Guarantor) in the amount of \$1,000,000 effective 1/11/2000	\$ 0.00
109 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Astra Power, LLC	Incoming Parent Guaranty by and between Mirant Americas Energy Marketing, LP (MAEM), Astra Power, LLC (Counterparty), and Astra Oil Trading, n.v. (Guarantor) in the amount of \$2,250,000 effective 12/9/2003	\$ 0.00
110 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Atlantic City Electric Company	Edison Electric Institute (EEI) Master Power Purchase and Sale Agreement dated 5/15/2001	\$ 0.00
111 Mirant Americas Energy Marketing, LP (MAEM) ...		Atmos Energy Corporation	Base Contract for Gas Purchase/Sale dated 2/1/1998	\$ 0.00
112 Mirant Americas Energy Marketing, LP (MAEM) ...		Atmos Energy Corporation	Base Contract for Gas Purchase/Sale dated 6/1/1997	\$ 0.00
113 West Georgia Generating Company, LLC		Austell Natural Gas System	Transportation Capacity Purchase Agreement dated 3/1/2000	\$ 0.00
114 Mirant Corporation	Mirant Services, LLC	Avaya Inc.	Master Telecommunications Agreement	\$ 0.00
115 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Avista Corporation	Control Area Services Agreement dated 5/27/2003	\$ 0.00
116 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Avista Corporation	Mutual Monthly Netting and Close-Out Netting Agreement dated 5/11/2003	\$ 0.00
117 Mirant Americas Energy Marketing, LP (MAEM) ...	Mirant Energy Trading, LLC (MET)	Avista Corporation	Short-Term Firm Point-To-Point Transmission Service and Non-Firm Point-To-Point Transmission Service Agreement	\$ 0.00

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<u>Mirant Entity</u>	<u>Assignee or Transferee</u> <u>Mirant Entity</u>	<u>Counterparty</u>	<u>Contract Name/Description</u>	<u>POR Cure Amount</u>
118 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Avista Energy, Inc.	Base Contract for Gas Purchase/Sale dated 10/1/1997	\$ 0.00
119 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Avista Energy, Inc.	Incoming Parent Guaranty by and between Mirant Americas Energy Marketing, LP (MAEM), Vitrol Gas & Electric, LLC	\$ 0.00
120 Mirant Services, LLC		AWS Convergence Technologies, Inc.	(Counterparty), and Avista Energy, Inc. (Guarantor) in the amount of \$2,500,000 effective 2/1/1999	\$ 0.00
121 Mirant Mid-Atlantic, LLC (MIRMA)		B. Frank Joy Co., Inc.	Master Software Agreement	\$ 106,513.05
122 Mirant Americas, Inc. (MAI)			Labor Services Blanket Order (Chalk Point and Morgantown)	\$ 0.00
123 Mirant Potrero, LLC			Confidentiality Agreement dated 12/13/2002	\$ 0.00
124 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Babcock & Brown LP	Letters of Intent	\$ 0.00
125 Mirant Americas Retail Energy Marketing, LP (MAREM)	Mirant Energy Trading, LLC (MET)	Babcock & Wilcox Company, The, a subsidiary of McDermott International	Base Contract for Gas Purchase/Sale dated 9/1/1997	\$ 0.00
126 Mirant Americas Retail Energy Marketing, LP (MAREM)	Mirant Energy Trading, LLC (MET)	Baltimore Gas and Electric Co. (BGE)	Customer List Agreement	\$ 0.00
127 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Baltimore Gas and Electric Co. (BGE)	Electronic Data Interchange Trading Partner Agreement	\$ 0.00
128 Mirant Americas Retail Energy Marketing, LP (MAREM)	Mirant Energy Trading, LLC (MET)	Baltimore Gas and Electric Co. (BGE)	Master Energy Sale Agreement dated 2/2/2000	\$ 1,200.00
129 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Baltimore Gas and Electric Co. (BGE)	Supplier Coordination Agreement	\$ 0.00
130 Mirant Corporation		Banc One Capital Markets Inc.	Transmission Service Agreement (Non-Firm Short-Term) dated 1/21/1997	\$ 0.00
131 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Bangor Hydro Electric Company	International Uniform Brokerage Execution Services dated 2/6/2002	\$ 0.00
132 Mirant Corporation	Mirant Americas, Inc. (MAI)	Bank of America	Master Energy Sale Agreement dated 12/16/1998	\$ 0.00
133 Mirant Potomac River, LLC		Bank of New York, as trustee to Potomac Electric Power Company, a District of Columbia and Virginia Corporation (PEPCO)	Treasury Services Term and Conditions	\$ 0.00
134 Mirant Wyandotte, LLC			Non-Disturbance and Attornment Agreement by and between The Bank of New York, as trustee to Potomac Electric Power Company, and Southern Energy Potomac River, LLC dated 12/19/2000	\$ 0.00
135 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	BASF Corporation; City of Wyandotte	Environmental Indemnity Agreement	\$ 0.00
136 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Basin Electric Power Cooperative, Inc.	Service Agreement for Firm or Non-Firm Point-To-Point Transmission Service dated 9/24/2001	\$ 0.00
137 Mirant Services, LLC		BEA Systems, Inc.	Transmission Service dated 9/24/2001	\$ 0.00
138 Mirant Services, LLC		BellSouth Corporation	Master Software Agreement	\$ 919.51
139 Mirant Services, LLC		Betz Dearborn	Master Telecommunications Agreement	\$ 0.00
140 Mirant Americas, Inc. (MAI)		Big Pier Energy LLC	Corporate Master Services Agreement	\$ 0.00
141 Mirant Delta, LLC		Black & Veatch Construction, Inc.	Confidentiality Agreement dated 12/6/2002	\$ 0.00
142 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Black Hills Energy Resources, Inc.	Engineering Procurement and Construction Agreement dated 7/12/2001	\$ 0.00
143 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Black Hills Energy Resources, Inc.	Base Contract for Gas Purchase/Sale dated 10/1/1998	\$ 0.00
144 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Services, LLC	Bloomberg, L.P.	Master Monthly Netting/Close-Out Netting Agreement dated 11/19/1998	\$ 0.00
145 Mirant Americas Energy Marketing, LP (MAEM)...	Mirant Energy Trading, LLC (MET)	Blue Ridge Partners Management Consulting, LLC	Services Agreement	\$ 9,870.04
			Confidentiality Agreement dated 9/30/2002	\$ 0.00